

February 28, 2008

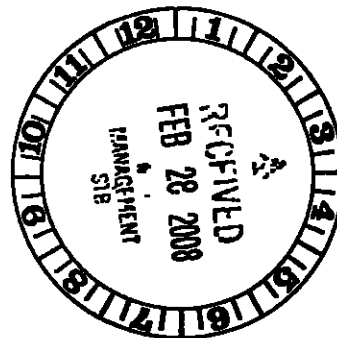
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FEB 28 2008

Brendon P. Fowler
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**SURFACE
TRANSPORTATION BOARD**

The Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024



RE: Finance Docket No. 35120
Pro-Go Corp.—Operation Exemption —
In Suffolk County, NY

Dear Acting Secretary Quinlan:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the **Verified Notice of Exemption of Pro-Go Corp.** dated February 26, 2008. A check in the amount of \$1,600.00, representing the appropriate filing fee for the Verified Notice of Exemption, is enclosed.

Please acknowledge receipt of this filing by date-stamping the acknowledgement copy and returning it to our messenger.

Should any questions arise regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

FEE RECEIVED
FEB 28 2008
**SURFACE
TRANSPORTATION BOARD**

Enclosures

Respectfully submitted,

Brendon P. Fowler
Brendon P. Fowler
Attorney for Pro-Go Corp

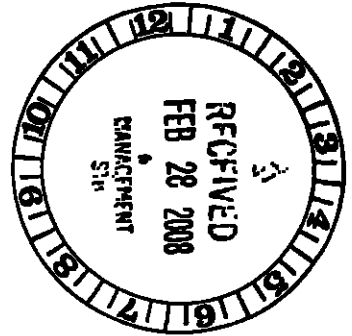
Office of Proceedings
ENTERED
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Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35120

PRO-GO CORP.
-- OPERATION EXEMPTION --
IN SUFFOLK COUNTY, NY

VERIFIED NOTICE OF EXEMPTION
OF
PRO-GO CORP.
PURSUANT TO 49 C.F.R. § 1150.31



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Office of Proceedings

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Fed. of
Public Record

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TRANSPORTATION BOARD

Kevin M. Sheys
Janie Sheng
Brendon P. Fowler
Kirkpatrick & Lockhart
Preston Gates Ellis LLP
1601 K Street, NW
Washington, DC 20006
(202) 778-9000

**ATTORNEYS FOR
PRO-GO CORP.**

Dated: February 28, 2008

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35120

**PRO-GO CORP.
-- OPERATION EXEMPTION --
IN SUFFOLK COUNTY, NY**

**VERIFIED NOTICE OF EXEMPTION
OF
PRO-GO CORP.
PURSUANT TO 49 C.F.R. § 1150.31**

Pursuant to 49 C.F.R. § 1150.31 et seq., Pro-Go Corp. ("Pro-Go"), a non-carrier, hereby files this Verified Notice of Exemption to operate a rail line extending between approximately milepost 50 on the Long Island Railroad to approximately milepost 52, all in Holtsville, Long Island (the "Subject Line"). The Subject Line consists of two parallel tracks totaling approximately 4,000 feet and a third track totaling approximately 650 feet leading to a propane unloading rack. The total distance of the Subject Line is approximately 1.0 route mile within Suffolk County, NY. Based on projected revenues, Pro-Go expects to become a Class III rail carrier once it begins freight rail operations on the Subject Line.

In accordance with the requirements of 49 C.F.R. § 1150.33, Pro-Go submits the following information:

49 C.F.R. § 1150.32(e)
ADVANCE NOTICE

The projected annual revenue from the Subject Line will not exceed \$5 million.
Accordingly, the requirements of 49 C.F.R. § 1150.32(e) do not apply to this transaction.

49 C.F.R. § 1150.33(a)
NAME AND ADDRESS OF APPLICANT

The full name and address of the applicant is as follows:

Pro-Go Corp.
c/o Mr. Steven Pinks
140 Fells Court
Hauppauge, NY 11788

49 C.F.R. § 1150.33(b)
APPLICANT'S REPRESENTATIVE

Pro-Go's representative to whom correspondence regarding this transaction
should be addressed is as follows:

Kevin M. Sheys
Kirkpatrick & Lockhart
Preston Gates Ellis LLP
1601 K Street, NW
Washington, DC 20006
(202) 778-9000

49 C.F.R. § 1150.33(c)
STATEMENT CONCERNING AGREEMENT

In or about 1961, Max Fehr, father of Ronald Fehr, President of Prima Asphalt Concrete, Inc. ("Prima"), purchased approximately eighteen acres of real property in Holstville, New York. The property is bordered on the north side by the Long Island Railroad. In or about 1963, Max Fehr conveyed five acres of the premises to Prima, and in addition, authorized Prima to construct a railroad track between approximately milepost 50 and approximately milepost 52 of the Long Island Railroad. A portion of the railroad track was on the property owned by Prima and the remainder was built on an

easement granted by Max Fehr to Prima. Between 1963 and 1964, a track with a switch to the main line on the east end was constructed by Prima. The trackage was constructed as part of a transload facility for N.Y. Trap Rock Corp. and Prima movements. In 1972, a second track was constructed with switches for both tracks to the main line on the east and west end of the spur. The second track was constructed in order to expand Prima's transload facility. At or about the same time, Prima built an asphalt and concrete manufacturing plant on its land. Prima thereafter received stone shipments from various stone suppliers and at one point, received most of the stone generated from construction of the Queens Water Tunnel.

Pro-Go was established in 1988. Max Fehr conveyed an additional one-acre parcel to Pro-Go upon which a portion of the railroad track existed. Thereafter, an additional piece of railroad track was constructed on the Pro-Go property. Prima, in 1988, conveyed a license to Pro-Go which allowed Pro-Go the use of the entire set of railroad tracks over which Pro-Go receives stone shipments for Prima, Tilcon Stone and others. Until recently, it also received propane gas, bentonite clay and other industrial products over the Subject Line, and plans to restart such movements once this notice becomes effective.

49 C.F.R. § 1150.33(d)
OPERATION OF THE PROPERTY

Pro-Go will operate the Subject Line on or soon after the date this Verified Notice of Exemption becomes effective.

49 C.F.R. § 1150.33(e)
SUMMARY OF THE TRANSACTION

On or soon after the date this notice of exemption becomes effective, Pro-Go intends to provide freight rail service on the Subject Line between approximately milepost 50 on the Long Island Railroad and approximately milepost 52, a total distance of approximately 1.0 route mile in Suffolk County, NY. Pro-Go intends to provide freight rail service to any customer requiring service on the Subject Line.

49 C.F.R. § 1150.33(f)
MAP

Maps indicating the area served by the Subject Line, including origins, termini, stations, cities and counties, are attached as Exhibit A to this Notice.

49 C.F.R. § 1150.33(g)
CERTIFICATION OF CLASS III STATUS

A certificate complying with the provisions of 49 C.F.R. § 1150.33(g) is attached as Exhibit B to this Notice. Based on projected revenues for the Subject Line, Pro-Go will become a Class III rail carrier after it begins freight rail operations on the Subject Line.

49 C.F.R. Part 1105
ENVIRONMENTAL/HISTORIC PRESERVATION DATA

Under 49 C.F.R. § 1105.6(c)(2), the acquisition of assets by Pro-Go is exempt from environmental reporting requirements because it will not result in significant changes in carrier operations (i.e., changes which exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5)).


Under 49 C.F.R. § 1105.8(b)(1), the proposed operation of the Subject Line by Pro-Go also is exempt from historic preservation reporting requirements. Pro-Go's acquisition of the Subject Line is for the purpose of providing rail operations thereon. Further Surface Transportation Board approval is required to abandon any service, and

there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

49 C.F.R. § 1150.34
CAPTION SUMMARY

A caption summary in the appropriate form is attached as Exhibit C to this Notice.

Respectfully submitted,

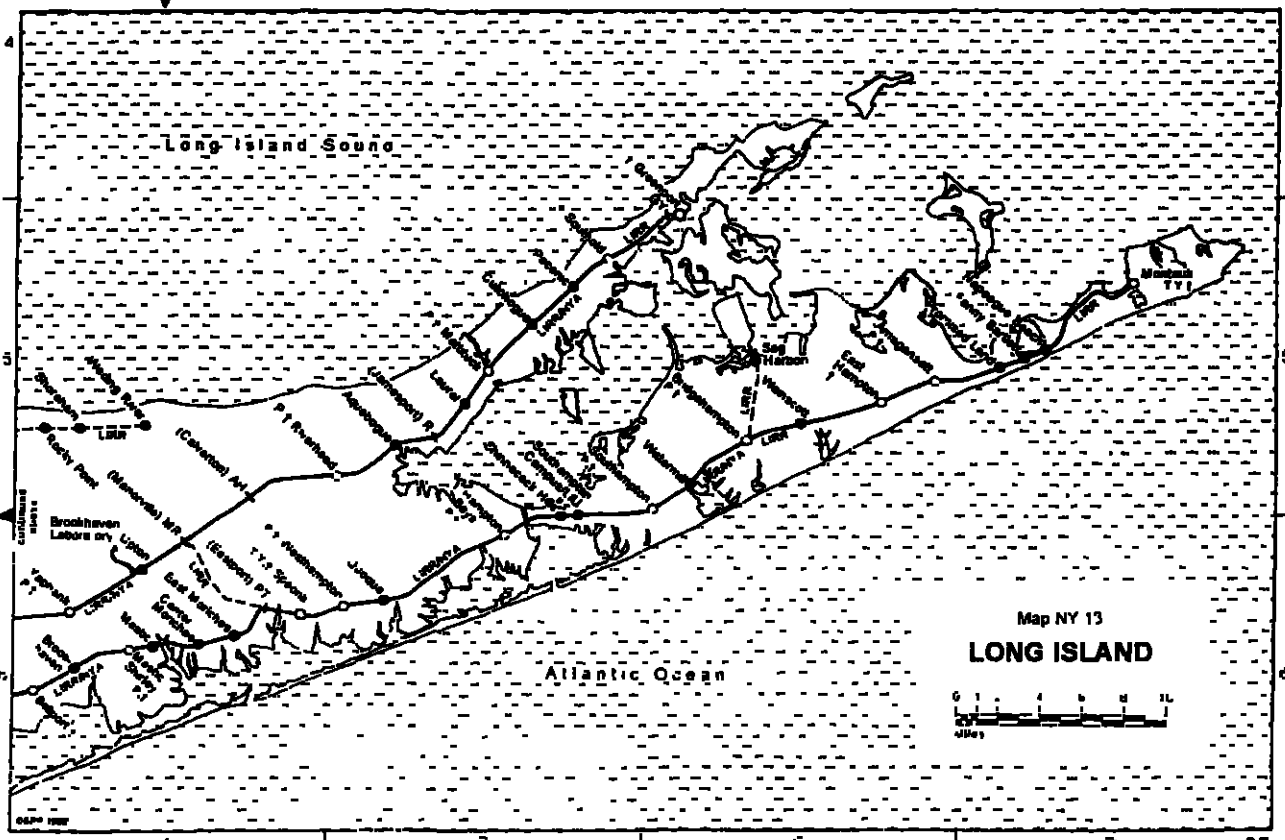
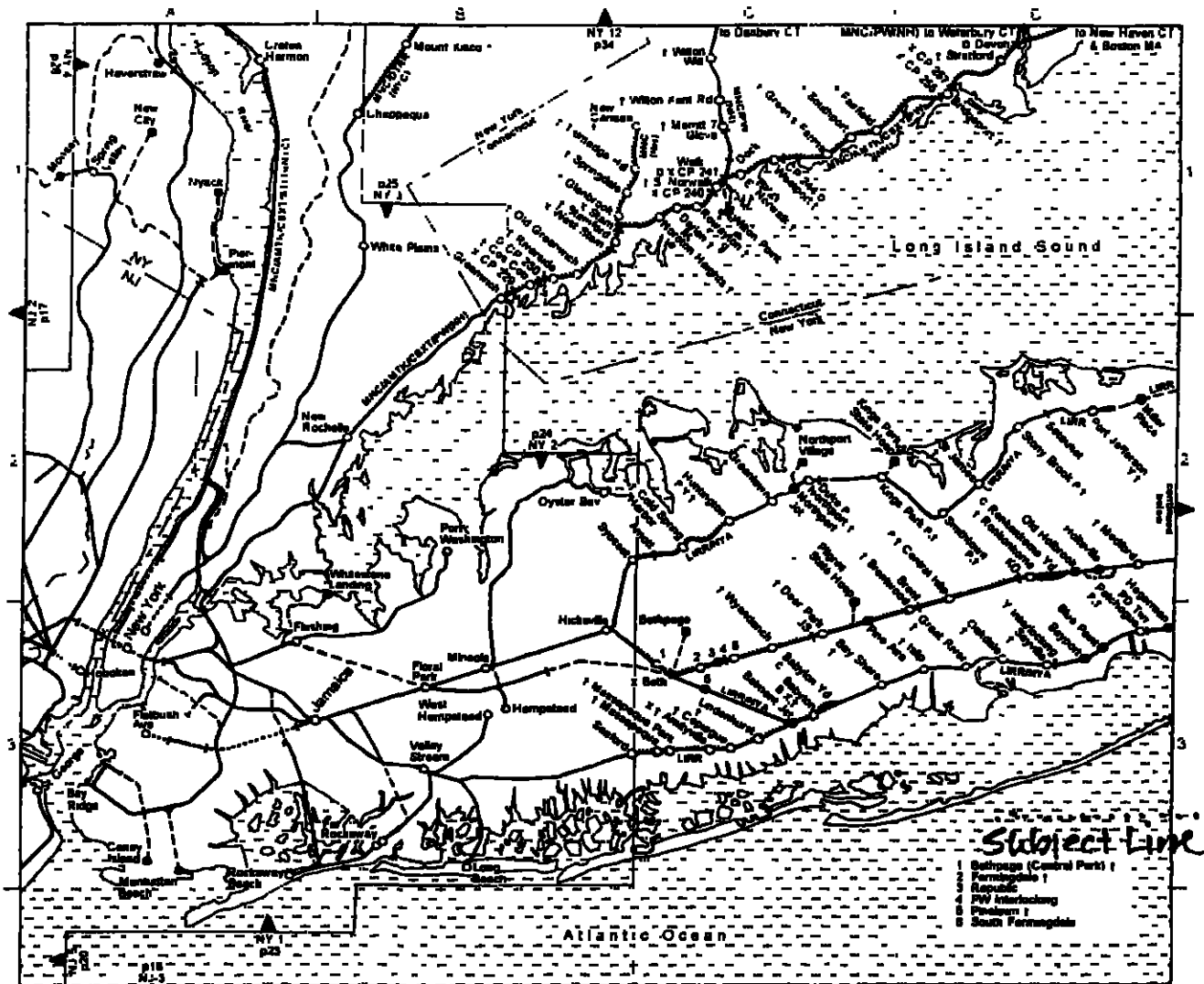
By: 
Kevin M. Sheys
Janie Sheng
Brendon P. Fowler
Kirkpatrick & Lockhart
Preston Gates Ellis LLP
1601 K Street, NW
Washington, DC 20006
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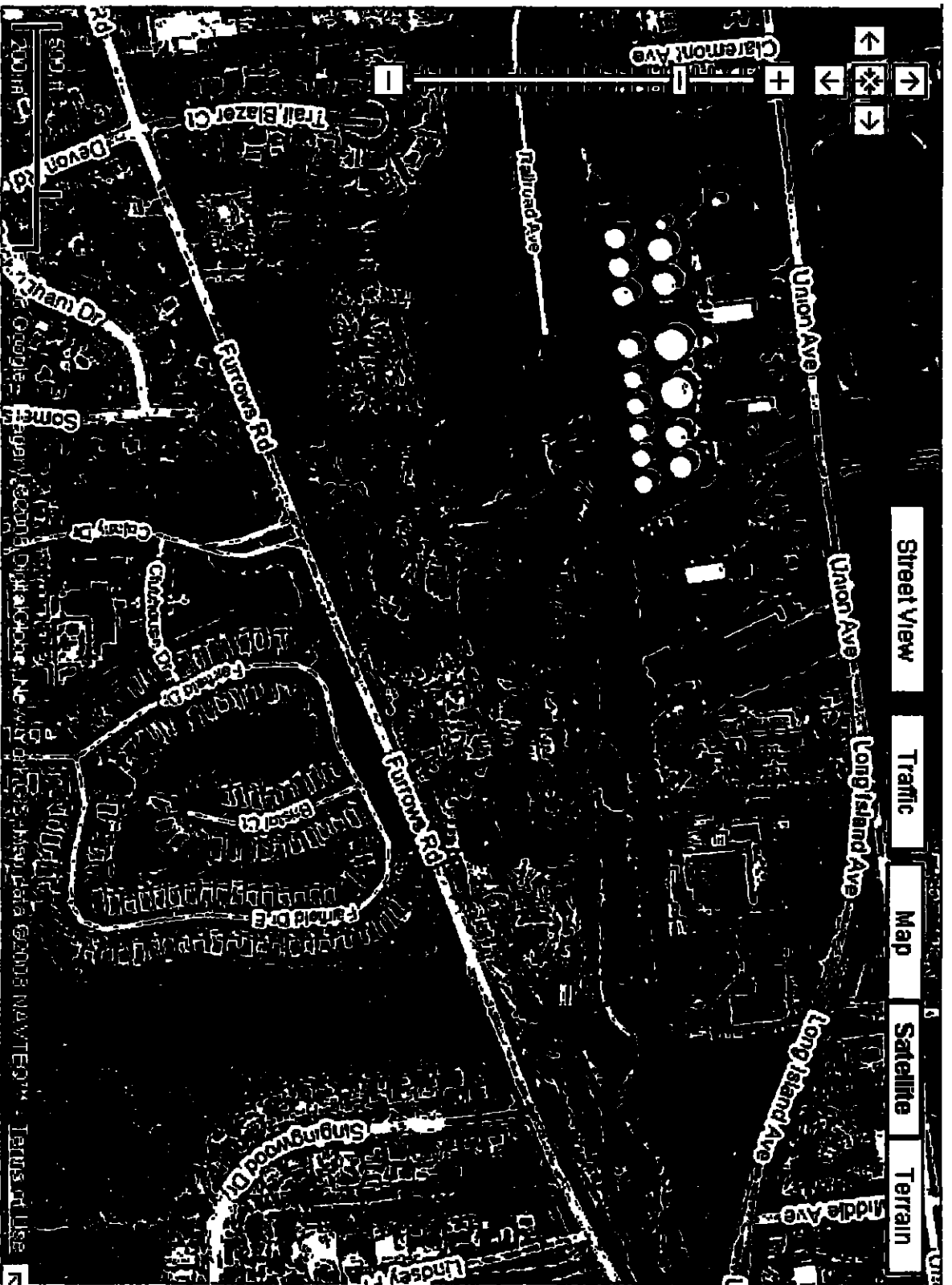
ATTORNEYS FOR PRO-GO CORP.

Dated: February 28, 2008

Exhibit A

MAP OF THE SUBJECT LINE





Subject
Line

Exhibit B

CERTIFICATION

STATE OF NEW YORK)
) SS:
COUNTY OF Suffolk)

Ronald Fehr, Sr , being duly sworn, deposes and says that he is the President of Pro-Go Corp., and that to the best of his knowledge, information and belief

Pro-Go Corp.'s projected freight revenues as a result of the transaction will not exceed those that would qualify it as a Class III carrier.



Ronald Fehr, Sr., President

SUBSCRIBED AND SWORN to

Before me this 26TH day

Of FEBRUARY, 2008



Notary Public

My Commission expires:

JOSEPH G. NEMETH, JR.
Notary Public, State of New York
No. 4950525
Qualified in Suffolk County
Term Expires May 1, 2009

Exhibit C

CAPTION SUMMARY

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35120

**PRO-GO CORP.
-- OPERATION EXEMPTION --
IN SUFFOLK COUNTY, NY**

Pro-Go Corp. ("Pro-Go"), a non-carrier, has filed a Verified Notice of Exemption to operate a rail line extending between approximately milepost 50 on the Long Island Railroad to approximately milepost 52, all in Holtsville, Long Island (the "Subject Line"). The Subject Line consists of two parallel tracks totaling approximately 4,000 feet and a third track totaling approximately 650 feet leading to a propane unloading rack. The total distance of the Subject Line is approximately 1.0 route mile within Suffolk County, NY.

This notice is filed under § 1150.31. If the notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. § 10505(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

An original and ten (10) copies of all pleadings referring to STB Finance Docket No. 35120 must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit, 395 E Street, SW, Washington, DC 20423. In addition, a copy of

each pleading must be served on: Kevin M. Sheys, Kirkpatrick & Lockhart Preston
Gates Ellis LLP, 1601 K Street, NW, Washington, DC 20006; (202) 778-9000.

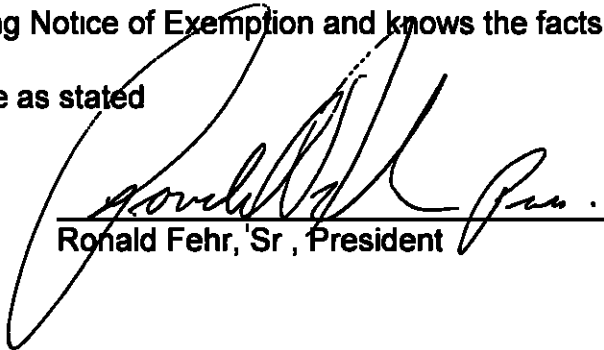
Date: _____, 2008

By the Board
Anne B. Quinlan, Esq., Acting Secretary

VERIFICATION

STATE OF NEW YORK)
) SS.
COUNTY OF SUFFOLK)

Ronald Fehr, Sr , being duly sworn, deposes and says that he is the President of Pro-Go Corp , that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated



Ronald Fehr, Sr , President

SUBSCRIBED AND SWORN to

Before me this 26th day

OF FEBRUARY, 2008



Notary Public

My Commission expires.

JOSEPH G. NEMETH, JR.
Notary Public, State of New York
No. 4950525
Qualified in Suffolk County
Term Expires May 1, 2009